

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MISSOURI
ST. LOUIS DIVISION

23ANDME HOLDING CO., *et al.*,¹

Debtors.

§
§ Chapter 11
§ Case No. 25-40976-357
§
§ (Jointly Administered)
§
§ **Hearing Date:** June 20, 2025
§ **Hearing Time:** 9:00 AM CT
§ **Hearing Location:**
§ Thomas F. Eagleton U.S. Courthouse
§ 111 S. 10th Street
§ Courtroom 5 North
§ St. Louis, MO 63102
§
§ **Relates to Docket Nos. 30, 125, 420, 687, 736, & 803**

THE STATES' FIRST SUPPLEMENT TO DOCKET NUMBER 803
(Relates to Docket Nos. 30, 125, 420, 687, 736, & 803)

COMES NOW, The State of Arizona, *ex rel.* Kristin K. Mayes, the Attorney General; Office of the Attorney General, State of Connecticut; District of Columbia, Office of the Attorney General; State of Florida, Office of the Attorney General, Department of Legal Affairs; Office of the Illinois Attorney General; The State of Kansas, *ex rel.* Kris Kobach; State of Louisiana; Office of the Maine Attorney General, Consumer Protection Division; Michigan Attorney General, *ex rel.* the People of the State of Michigan; New Hampshire Office of the Attorney General, Consumer Protection Division; New Mexico Department of Justice; New York State Attorney General's Office; State of North Carolina; State of Ohio; State of Oklahoma; The State of South Carolina *ex rel.* Alan Wilson; The Attorney General for the State of South Dakota; State of

¹ A complete list of Debtors in these chapter 11 cases may be obtained on the website of the Debtors' claims and noticing agent at <https://restructuring.ra.kroll.com/23andMe>. The Debtors' service address for purposes of these chapter 11 cases is: 870 Market Street, Room 415, San Francisco, CA 94102.

Vermont; The State of Washington; Office of the West Virginia Attorney General, and The State of Wisconsin, by and through Abigail R. Ryan, Bankruptcy Counsel, National Association of Attorneys General; and through the additional undersigned counsel,

- The State of Colorado, by and through Senior Assistant Attorney General, Robert Padjen;
- The State of Indiana, by and through Assistant Attorney General, Heather M. Crockett, Section Chief, Asset Recovery and Bankruptcy Litigation;
- The State of Minnesota, by its Attorney General, Keith Ellison, by and through Assistant Attorney General Dalila Jordan;
- The State of Missouri, Andrew Bailey, Attorney General;
- The State of Oregon *ex rel.* Dan Rayfield, Oregon Attorney General, by and through Senior Assistant Attorney General, Justin D. Leonard; and
- The Commonwealth of Pennsylvania, Office of the Attorney General, David W. Sunday, Jr., Attorney General, by and through Deputy Attorney General Lauren A. Michaels, and

file this *First Supplement to Docket No. 803*, and represent the following:

I. NO WITHDRAWAL OF OBJECTION OR COMPLAINT

1. The above-referenced coalition of twenty-seven (27) states (the “**States**”) hereby reiterate, and do not withdraw their objection (Docket No. 687) or their related Complaint (AP No. 25-4035-357) at this time. The States still contend that Debtors have no right to auction off and transfer to a third party their customers’ biological material, genetic data, and phenotype information without first obtaining express, informed consent from each customer prior to transfer. The States understand that neither bidder intends to do so.

II. LIMITED AND CONDITIONAL ACCEPTANCE OF PROPOSED TTAM SALE

2. Notwithstanding the States' position, with the inclusion of certain requested language in any order approving this sale that will protect the States' consumers who trusted 23andMe with their genetic data and that will protect the States' regulatory rights, the States, based upon these specific facts and circumstances, and with no waiver of the States' laws, are not opposed to the newly proposed equity sale to TTAM set forth in the June 13, 2025, Asset Purchase Agreement.

3. The States' position as to this particular transaction with TTAM is not incongruent with their pending Objection and Complaint, including because this particular buyer is arguably an affiliate² of the Debtors and not a third party. Furthermore, there is no actual physical or electronic transfer or disclosure of any DNA or other customer material or data.³ The States recognize that all the customers previously entrusted their data with 23andMe.⁴ That initial consent appears applicable to this proposed transition of 23andMe into a nonprofit form. Besides giving such consent to 23andMe, consumers each gave 23andMe specific directions as to whether and how their data could be used in various forms of medical research – and those specific directions will continue to be honored by the new nonprofit version of 23andMe.⁵

4. The States appreciate TTAM's additional assurances as to consumer protection and cybersecurity issues, beyond what 23andMe provided. Among other things, customers will retain deletion rights in perpetuity, to the extent a consumer changes their mind as to the consent

² TTAM's sole owner and executive is the founder, chief executive (pre-bankruptcy), current board member, and a major owner of the Debtors. Besides its leadership and ownership, TTAM will be substantially the same, including as to employees, consumer interface, privacy and cybersecurity protocols, public research programs, etc., albeit in a solely-held nonprofit form.

³ The fact that there will be no movement or disclosure of customer data resolves the States' concerns regarding such exposure.

⁴ Perhaps based on its leadership, mission, research programs, and/or name recognition – all which remain effectively the same.

⁵ The State of North Carolina's sign on to this supplement excludes paragraph 3.

previously provided. Customers will receive a notice in advance of the transition to the new nonprofit, so they can adjust their consents or delete their account and data if they wish. TTAM will establish a mechanism for the states to ensure the requested deletions are being made as represented. TTAM is also accepting the regulatory safeguards that the original 44-state multistate group had requested of 23andMe prior to this bankruptcy filing.

5. In the event that Regeneron, as backup bidder, becomes the winning bidder, the States reserve all rights to further object to that sale.

III. STATEMENT OF CONSENT

WHEREFORE, subject to the inclusion in any order approving the sale of the States' requested language and upon review and approval of the Privacy Term Sheet Requirements (APA Exhibit D) and the Sale Order consistent with the Debtors' and TTAM's representations, the undersigned States consent to the proposed transaction to TTAM.

Date: June 19, 2025,

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Signature Pages Follow)*

Respectfully submitted,

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CERTIFICATE OF SERVICE

I hereby certify that on June 19, 2025, a true and correct copy of the foregoing document was electronically filed and served upon all those who receive electronic notification.

/s/Abigail R. Ryan

Abigail R. Ryan
Bankruptcy Counsel
National Association of Attorneys General